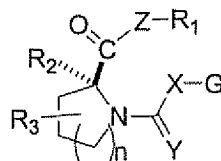


## LISTING OF CLAIMS:

1. (Currently amended) A compound or a pharmaceutically acceptable salt or a stereoisomer of formula I



I

wherein

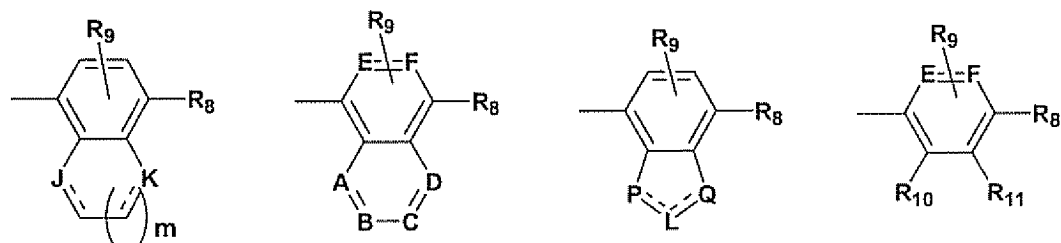
$R_1$  is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, and  $\text{CH}_2\text{OR}_4$ ;

$R_2$  is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heterocyclo or substituted heterocyclo, heteroaryl or substituted heteroaryl, and  $\text{CH}_2\text{OR}_4$ ;

$R_3$  is selected from the group consisting of hydrogen, alkyl or substituted alkyl,  $\text{CH}_2\text{OR}_4$ ,  $\text{OR}_2$ ,  $\text{SR}_2$ , halo,  $\text{NHR}_2$ ,  $\text{NHCOR}_4$ ,  $\text{NHCO}_2\text{R}_4$ ,  $\text{NHCONR}_4\text{R}_4'$ , and  $\text{NHSO}_2\text{R}_4$ ;

$R_4$  and  $R_4'$  for each occurrence are each independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heterocyclo or substituted heterocyclo, and heteroaryl or substituted heteroaryl;

G is selected from:



Wherein

R<sup>8</sup> is CN;

R<sub>8</sub>, R<sub>9</sub>, R<sub>10</sub>, and R<sub>11</sub> are each independently selected from the group consisting of hydrogen (H), NO<sub>2</sub>, CN, CF<sub>3</sub>, OR<sub>4</sub>, CO<sub>2</sub>R<sub>4</sub>, NR<sub>4</sub>R<sub>4</sub>', CONR<sub>4</sub>R<sub>4</sub>', CH<sub>2</sub>OR<sub>4</sub>, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, and heteroaryl or substituted heteroaryl;

A to F is each independently selected from N or CR<sub>1</sub>;

J, K, L, P, and Q are each independently selected from NR<sub>12</sub>, O, S, SO, SO<sub>2</sub>, or CR<sub>12</sub>R<sub>12</sub>';

R<sub>12</sub> and R<sub>12</sub>' in each functional group are each independently selected from a bond or R<sub>1</sub>; and

m is an integer of 0 or 1;

X is a linking group selected from the group consisting of NR<sub>4</sub> and CHR<sub>4</sub>;

Y is selected from the group consisting of O, NR<sub>4</sub>, NOR<sub>4</sub>, S, and CH<sub>2</sub>;

Z is -O- or NR<sub>4</sub>; and

n is an integer of 1;

with the following provisos:

(a) when Y is NOR<sub>4</sub>, R<sub>4</sub> is not hydrogen;

(b) excluding compounds where the following occur simultaneously:

R<sub>1</sub> is methyl;

X is NH;

Y is O or S; and

Z is O;

(c) excluding compounds where the following occur simultaneously:

R<sub>1</sub> is methyl;

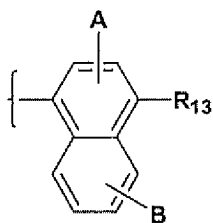
X is NH;

Z is O;

Y is NR<sub>4</sub>;

R<sub>4</sub> is selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, cycloalkyl or substituted cycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, and heteroaryl or substituted heteroaryl; and

G has the following structure:



wherein

$R_{13}$  is selected from the group consisting of hydrogen, cyano (-CN), nitro (-NO<sub>2</sub>), halo, heterocyclo, OR<sub>14</sub>, CO<sub>2</sub>R<sub>15</sub>, CONHR<sub>15</sub>, COR<sub>15</sub>, S(O)<sub>p</sub>R<sub>15</sub>, SO<sub>2</sub>NR<sub>15</sub>R<sub>15</sub>', NHCOR<sub>15</sub>, and NHSO<sub>2</sub>R<sub>15</sub>;

$R_{14}$  in each functional group is independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, CHF<sub>2</sub>, CF<sub>3</sub>, and COR<sub>15</sub>;

$R_{15}$  and  $R_{15}'$  in each functional group are each independently selected from the group consisting of hydrogen, alkyl or substituted alkyl, alkenyl or substituted alkenyl, alkynyl or substituted alkynyl, cycloalkyl or substituted cycloalkyl, heterocycloalkyl or substituted heterocycloalkyl, arylalkyl or substituted arylalkyl, aryl or substituted aryl, heteroaryl or substituted heteroaryl, and -CN;

A and B are each independently selected from the group consisting of hydrogen, halo, cyano(-CN), nitro(-NO<sub>2</sub>), alkyl or substituted alkyl, and OR<sub>14</sub>; and

p is an integer from 0 to 2.

2. Canceled

3. Canceled

4. (Original) The compound as defined in claim 1 wherein

$R_1$  is hydrogen or alkyl;

$R_2$  is hydrogen or alkyl;

$R_3$  is hydroxyl;

X is NR<sub>4</sub>;

Y is O;

Z is O; and

n is 1

5. (Original) A pharmaceutical composition comprising the compound as defined in claim 1 and a pharmaceutically acceptable carrier therefore.

6. (Original) The pharmaceutical composition as defined in claim 5 further comprising a growth promoting agent.

7. (Original) A pharmaceutical composition comprising a compound as defined in claim 1 and at least one additional therapeutic agent selected from the group consisting of parathyroid hormone, bisphosphonates, estrogen, testosterone, progesterone, selective estrogen receptor modulators, growth hormone secretagogues, growth hormone, progesterone receptor modulators, anti-diabetic agents, anti-hypertensive agents, anti-inflammatory agents, anti-osteoporosis agents, anti-obesity agents, cardiac glycosides, cholesterol lowering agents, anti-depressants, anti-anxiety agents, anabolic agents, and thyroid mimetics.

8. (Previously Presented) A method for treating prostate cancer which comprises administering to a mammalian species in need of treatment a therapeutically effective amount of a compound as defined in claim 1.

9. (Canceled)

10. (New) A compound selected from the group consisting of
- 1-(4-Cyano-2-ethyl-3-(trifluoromethyl)phenyl-1-carbamoyl)-3-hydroxy-pyrrolidine-2-carboxylic acid methyl ester;
- 1-(4-Cyanonaphthalen-1-ylcarbamoyl)-3-hydroxy-pyrrolidine-2-carboxylic acid methyl ester;
- 1-(5-Chloro-6-cyano-pyridin-3-ylcarbamoyl)-3-hydroxypyrrolidine-2-carboxylic acid methyl ester; and
- 1-[2-(4-Cyanonaphthalen-1-yl)acetyl]-3-hydroxypyrrolidine-2-carboxylic acid methyl ester.